

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MARYLAND

Fluxo-Cane Overseas, Ltd.,

Plaintiff,

v.

E.D. & F. Man Sugar, Inc.,

Defendant *in personam*

and

Cargo of 17,727 Metric Tons, More or
Less of Raw Sugar Laden on Board the
M/V TINA LITRICO and related bills
of lading, *in rem*

Defendants.

Case No.: 08-CV-0356 (WDQ)

DECLARATION OF CHRISTIAN BOUET

I, Christian Bouet, declare as follows:

1. I am the Chief Operating Officer of ED & F Man Commodity Advisers, Ltd. ("MCA"), an options and futures broker with offices at Cottons Centre, Hayes Lane, London, England. I respectfully submit this declaration in support of the cross-motion for summary judgment filed by ED & F Man Sugar, Inc. ("Man") to dismiss the amended complaint of Fluxo-Cane Overseas, Ltd. ("Fluxo-Cane"). I have personal knowledge of the matters explained herein, except where I refer to Man's actions in which event Man has provided that information to me.

2. Attached Exhibit A is a true and accurate copy of the Customer Agreement between Cane International Corp., Ltd. ("Cane") (the predecessor to Fluxo-Cane) and MCA dated as of February 1, 2005.

3. Attached Exhibit B is a true and accurate copy of the Guarantee that MCA entered into with S/A Fluxo-Comercio E Assessoria Internacional ("Fluxo-Comercio") on or about February 1, 2005.

4. Attached Exhibit C is a true and accurate copy of the Credit Facility that MCA entered into with Cane on or about October 2, 2006.

5. Attached Exhibit D is a true and accurate copy of the Acceptance provided by Cane on or about December 20, 2005.

6. Attached Exhibit E is a true and accurate copy of the Plan of Merger produced to MCA by Fluxo-Cane and represented by Fluxo-Cane as true and accurate.

7. Attached Exhibit F is a true and accurate copy of a letter dated January 16, 2008 sent by ICE Futures US, Inc. ("ICE Futures") to Mr. Manoel Garcia, Fluxo-Cane's principal, which Mr. Garcia forwarded to MCA on that date. The ICE Futures letter reports action taken by its board of directors concerning Fluxo-Cane at a special meeting the day before.

8. Attached G is a true and accurate copy of the margin call that MCA sent to Fluxo-Cane on or about January 17, 2008, for margin owed as of close of business on January 16, 2008. Fluxo-Cane failed to meet this margin call.

9. Attached Exhibit H is a true and accurate copy of the margin call that MCA sent to Fluxo-Cane on or about January 18, 2008, for margin owed as of close of business on January 17, 2008. Fluxo-Cane failed to meet this margin call.

10. Attached Exhibit I is a true and accurate copy of the letter that MCA sent to Fluxo-Cane on or about January 18, 2008 informing Fluxo-Cane that MCA was exercising its rights under the Customer Agreement to liquidate Fluxo-Cane's accounts.

11. Attached Exhibit J is a true and accurate copy of the assignment that MCA and Man entered into on or about February 4, 2008.

12. Attached Exhibit K is a true and accurate copy of the notice of the assignment that Man provided to Fluxo-Cane.

13. Attached Exhibit L is a true and accurate copy of the second assignment that MCA entered into with Man on or about April 4, 2008.

14. Attached Exhibit M is a true and accurate copy of the final liquidation of Fluxo-Cane's accounts with MCA. As a result of the liquidation, completed as of April 14, 2008, Fluxo-Cane owes MCA the principal sum of \$22,056,154.62.

15. Attached Exhibit N is the Particulars of Claim filed by MCA and Man against Fluxo and Fluxo-Comercio in the High Court of Justice, Queen's Bench Division, Commercial Court in London. In that action MCA and Man currently seek damages in the principal sum of \$22,056,154.62, representing the final liquidation of Fluxo-Cane's accounts (less any set-off realized by Man from the debt assigned to it.)

16. Attached Exhibit O is the Defence and Counterclaim filed by Fluxo-Cane and Fluxo-Comercio in the English action.

17. Attached Exhibit P is the Reply and Defence to Counterclaim filed by MCA and Man in the English action.

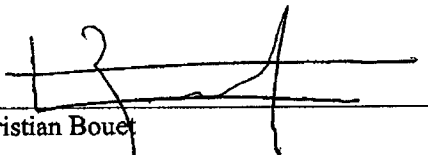
18. Attached Exhibit Q is a true and accurate copy of the Freezing Order issued in the High Court on April 29, 2008.

19. To obtain the Freezing Order MCA and Man had the burden of proving, among other things, that there was a substantial risk that Fluxo-Cane would be unable to satisfy a judgment and that any available assets would be dissipated before a judgment could be enforced. Attached Exhibit R is a true and accurate copy of the First Affidavit of John Daniel Whittaker, the solicitor with Clyde & Co. instructed by MCA and Man, sworn on or about April 25, 2008, submitted in support of MCA's and Mans' application for the Freezing Order.

20. Attached Exhibit S is a true and accurate copy of the superseding Order of the High Court issued on May 6, 2008.

21. MCA and Man have applied for summary judgment with respect to their claims against Fluxo-Cane and Fluxo-Comercio. The English court has listed that summary judgment application (along with defendants' application for relief from the Freezing Order) for a 2-3 day hearing on August 6, 2008. Attached Exhibit T is the proposed Scheduling Order submitted to the English court.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on July 18, 2008.


Christian Bouet